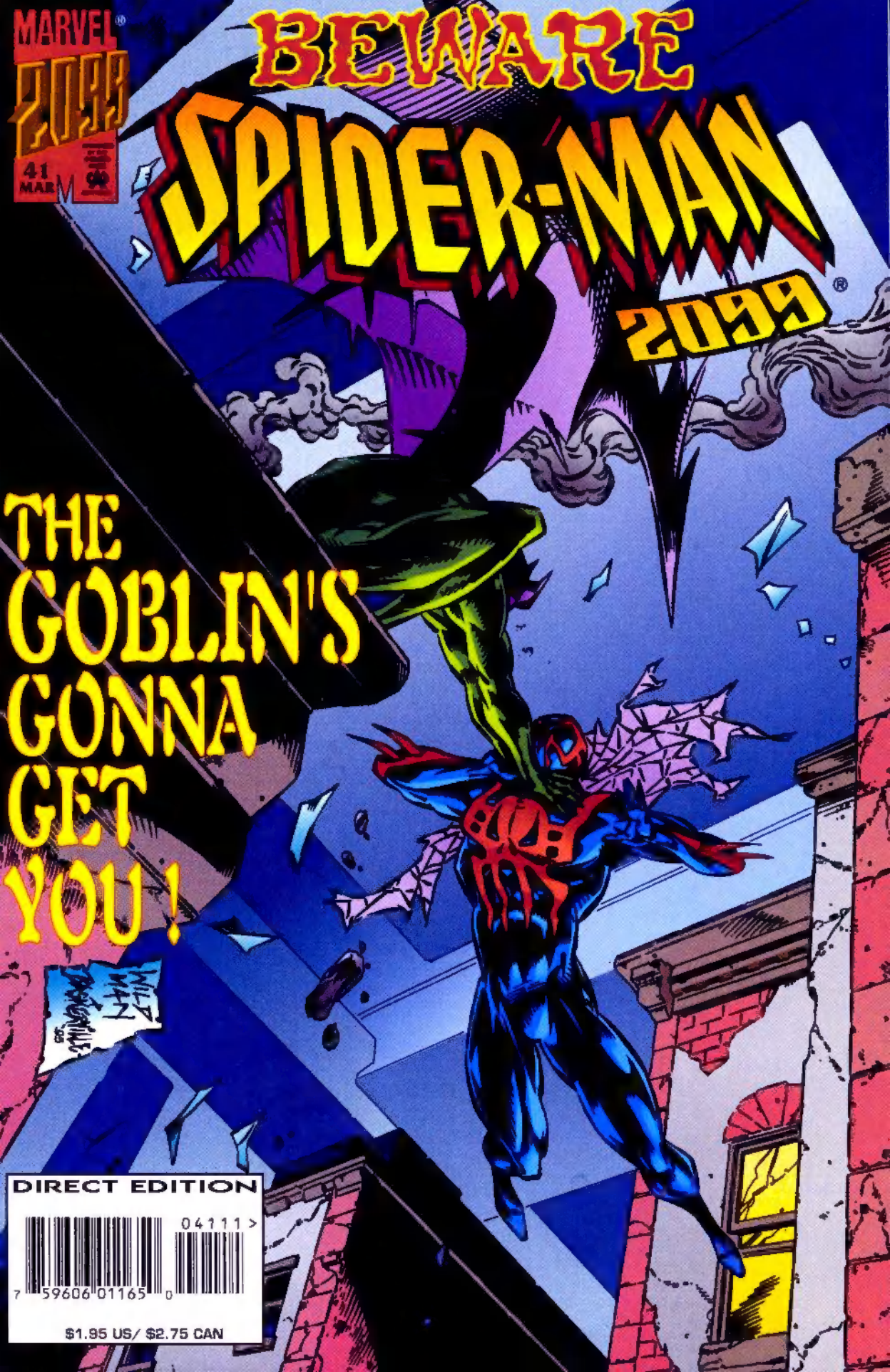

MARVEL
2099
41
MAR
BEWARE
SPIDER-MAN
2099
THE GOBLIN'S GONNA GET YOU !
DIRECT EDITION
$1.95 US/ $2.75 CAN

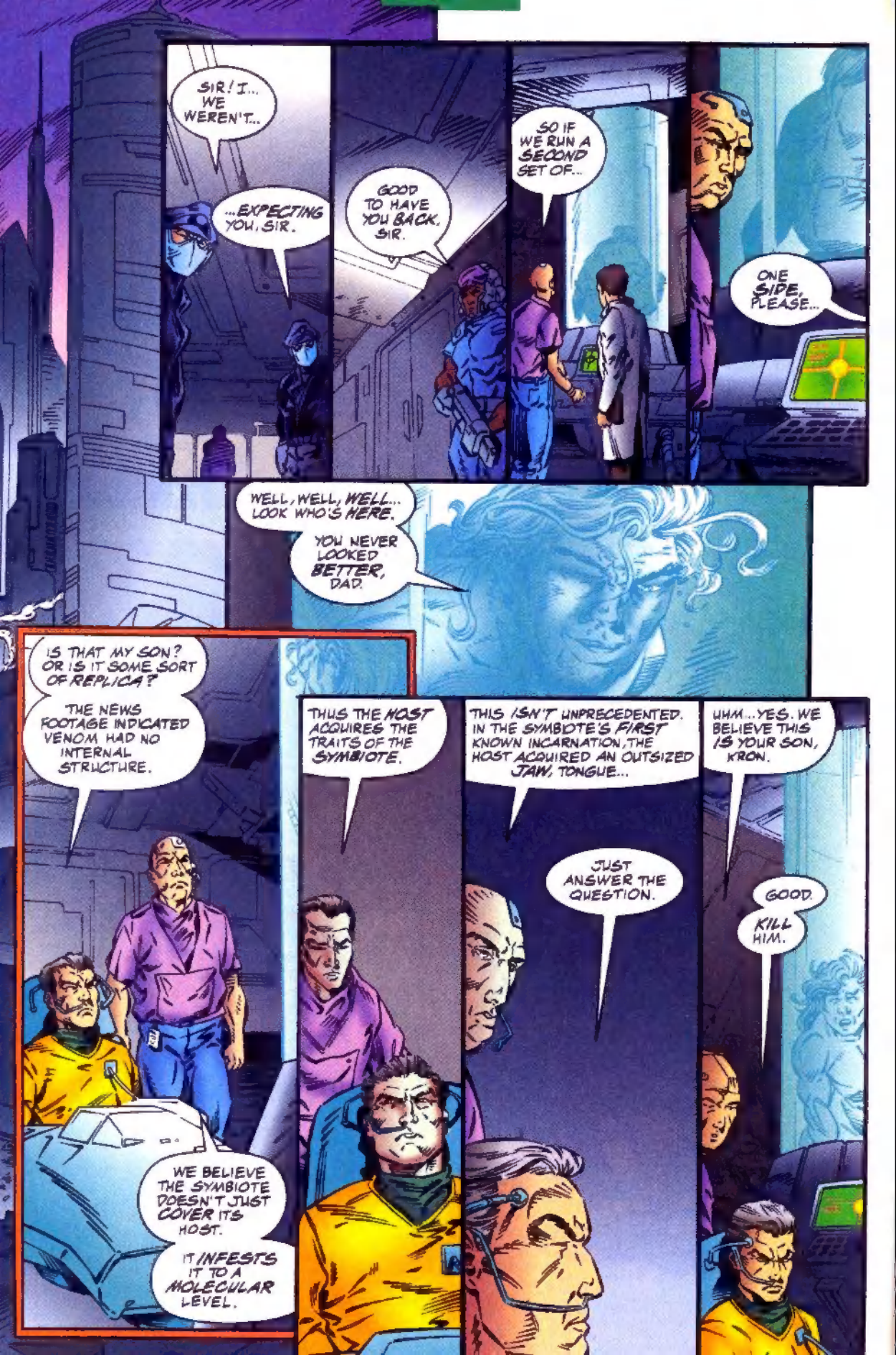
IT WAS ONE OF THESE THINGS WHERE YOU HEAR ABOUT IT... SEE NEWS FOOTAGE OF IT...
BUT SOMEHOW, THE FULL MAGNITUDE OF THE EVENTS DOESN'T REALLY HIT YOU UNTIL YOU SEE IT FIRST-HAND.
OKAY, MR. O'HARA. WE'RE ALL CLEAR.
AND NOT FOR THE FIRST TIME, I THINK OF THE SHELLEY POEM FROM ALMOST TWO CENTURIES AGO. THE ONE ABOUT A TRAVELLER WHO LEARNS ABOUT A BROKEN, RUINED STATUE IN A DESERT.
THE RUINS ARE THE ONLY REMAINS OF SOME GREAT CONQUEROR, POWERFUL IN HIS TIME... AND SINCE FORGOTTEN.

AND THE ONLY CLUE TO THE STATUE'S IDENTITY, OR THE ACCOMPLISHMENTS OF THE MAN WHO CARVED IT, WAS AN INSCRIPTION WHICH READ...
"MY NAME IS OZYMANDIAS, KING OF KINGS:
"LOOK ON MY WORKS, YE MIGHTY, AND --
DEFIANT
PETER DAVID, WRITER
ANDREW WILDMAN, PENCILER
STEPHEN BASKERVILLE, INKER
KEN LOPEZ, LETTERER
MEGAN McDONNELL, COLORIST
MALIBU SEPARATIONS
JOEY CAVALIERI, EDITOR
BOBBIE CHASE, CHIEF
A STAN LEE PRESENTATION

MR. O'HARA... IF YOU DON'T MIND MY ASKING...
WHAT'S THE POINT OF THIS? THE WHITE HOUSE IS OBVIOUSLY RUBBLE. DOOM IS GONE.
WHAT DID YOU WANT TO COME OUT HERE FOR?

SPIDER-MAN 2099™ Vol. 1, No. 41, March, 1996. (ISSN #1067-5116) Published by MARVEL COMICS. Gerard Calabrese, President. Stan Lee, Publisher. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, NY 10016. SECOND CLASS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright © 1996 Marvel Characters, Inc. All rights reserved. Price $1.50 per copy in the U.S. and $2.05 in Canada. Subscription rate for 12 issues: $23.40 U.S., $36.40 foreign; and Canadian subscribers must add $12.00 for postage and GST (#R127032852). No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. SPIDER-MAN 2099 (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL CHARACTERS, INC. POSTMASTER: SEND ADDRESS CHANGES TO SPIDER-MAN 2099, c/o MARVEL DIRECT MARKETING CORP. SUBSCRIPTION DEPT. P.O. BOX 1979, DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. PRINTED IN USA.

CLOSURE, BENZELLI.
I CAME HERE FOR CLOSURE.
I LOSE TRACK OF HOW LONG I RUMMAGE AROUND.
AND THEN I FIND IT.. EVEN THOUGH I DIDN'T KNOW I WAS SEARCHING FOR IT.
CRACKED, BUT STILL READABLE.
FIGURES. CAN'T EVEN GET RID OF HIS NAMEPLATE, MUCH LESS HIM.
SO WHAT WERE YOU LOOKING FOR, SIR?
NOTHING.
WELL, LIKE THEY SAY, SIR... IF YOU'RE LOOKING FOR NOTHING, HOW DO YOU KNOW WHEN TO STOP LOOKING?
WHEN YOU'VE FOUND NOTHING.


SIR! I... WE WEREN'T...
...EXPECTING YOU, SIR.
GOOD TO HAVE YOU BACK, SIR.
SO IF WE RUN A SECOND SET OF...
ONE SIDE, PLEASE...
WELL, WELL, WELL... LOOK WHO'S HERE.
YOU NEVER LOOKED BETTER, DAD.
IS THAT MY SON? OR IS IT SOME SORT OF REPLICA?
THE NEWS FOOTAGE INDICATED VENOM HAD NO INTERNAL STRUCTURE.
WE BELIEVE THE SYMBIOTE DOESN'T JUST COVER ITS HOST.
IT INFESTS IT TO A MOLECULAR LEVEL.
THUS THE HOST ACQUIRES THE TRAITS OF THE SYMBIOTE.
THIS ISN'T UNPRECEDENTED. IN THE SYMBIOTE'S FIRST KNOWN INCARNATION, THE HOST ACQUIRED AN OUTSIZED JAW, TONGUE...
JUST ANSWER THE QUESTION.
UHM...YES. WE BELIEVE THIS IS YOUR SON, KRON.
GOOD. KILL HIM.

YOU COLD-BLOODED CREEP! YOU SON OF A--
LOOK WHO'S TALKING.
DOCTOR, THIS... THING... HAS NO LEGAL STATUS.
KRON STONE WAS DECLARED LEGALLY DEAD. THIS IS JUST A LAB ANIMAL.
WE PUT DOWN LAB ANIMALS ALL THE TIME.
HAVE HIM DISPOSED OF, PERMANENTLY.
MR. STONE, YOU... YOU CAN'T JUST ORDER HIS EXECUTION, QUESTIONABLE LEGAL STATUS OR NO. IF FOR NO OTHER REASON THAN THAT YOU'RE NOT IN CHARGE. MIGUEL O'HARA IS.
UNTIL I'M FORMALLY APPRISED OF A CHANGE IN MANAGEMENT, I CANNOT CARRY OUT THIS ORDER. I'M SORRY.
ACTUALLY, I'M NOT SORRY.
FINE. I'LL CLEAR IT WITH MIKE.
AND I WOULDN'T BE TOO DEFIANT IF I WERE YOU, DOCTOR.
BY DAY'S END, I'LL BE IN CHARGE.
SO BEST TO STAY ON MY GOOD SIDE.

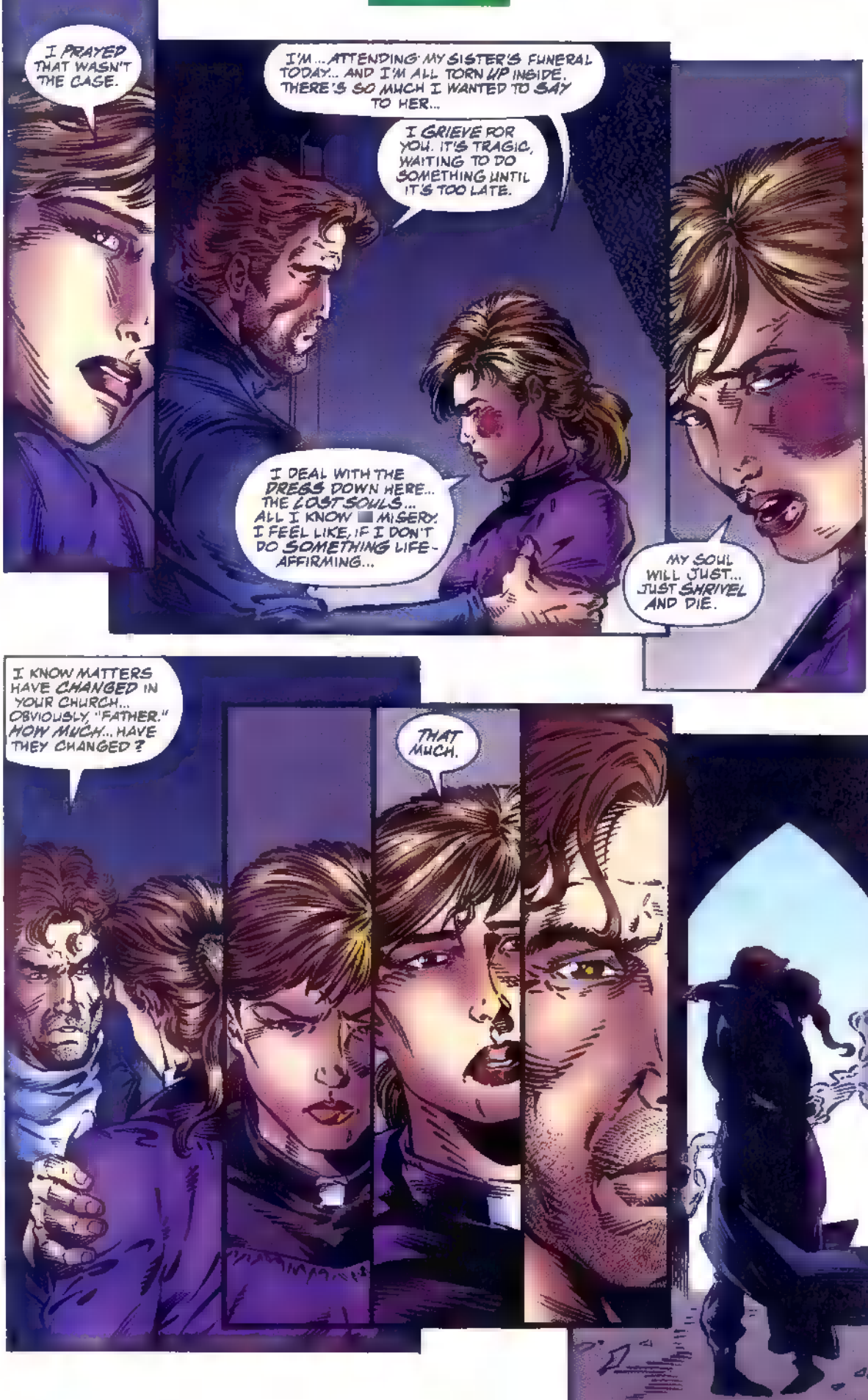
IT'S BIZARRE TO BE MOVING AROUND IN PUBLIC, NOT HAVING TO WATCH OVER MY SHOULDER... NOT TRYING TO STAY ONE STEP AHEAD OF THE PUBLIC EYE.
WHAT'S... THAT?
I... DON'T BELIEVE IT. THORITES... BURNING ME IN EFFIGY!
I BECAME SPIDER-MAN OUT OF SELF-DEFENSE... KEPT UP WITH IT OUT OF ANGER...
...AND NOW IT'S BECOME... WHAT? A GUILTY PLEASURE?
NO! THERE'S SOMEONE IN THAT COSTUME! HE'S BURNING ALIVE!!
FWIZZZ
GOT THE FIRE OUT... BUT NOW PEOPLE ARE BOUNCING PROP HAMMERS OFF MY HEAD.
HAS THE WHOLE CITY GONE NUTS?
AHHH-T-

WORD'S OUT ABOUT YOU! CORPORATE TOOL!
TRAITOR!
I PUT MY BUTT ON THE LINE FOR YOU PEOPLE!
WHEN THE CORPS OPPRESSED YOU I FOUGHT ON YOUR SIDE!
AND NOW YOU'RE ON THEIR SIDE! TRAITOR!
THIS IS NUTS! I THOUGHT THORITES WERE PEACEFUL! WORSHIPFUL!
THINGS CHANGE, S-MAN!
GET HIM!!

GET ME?
GET REAL! GET--
WAIT A MINUTE... YOU'RE...
OF COURSE! HOW COULD I NOT HAVE RECOGNIZED YOU BEFORE?!
BECAUSE YOU THOUGHT I WAS DEAD, PERHAPS!
I'M NOT BUZZARD BAIT THAT EASILY!
BACK OFF, VULTURE!
WITH PLEASURE! THIS PLACE WAS GETTING DULL ANYWAY!
LET'S GO!
OKAY... C'MON, FELLA. YOU'LL BE ALL RIGHT.

FLYBOY! CALL THE MEDS, NOW!!
...that you'd gone CORP... say it's not TRUE...
IT'S... IT'S NIMA! THE THORITE FROM MY FIRST NIGHT...
AND LATER HE THREW HIMSELF OFF A BUILDING... ALMOST DIED..
PLEASE say it's not true...
GUY LOOKS LIKE A GONER TO ME. MEDCORPS WOULD BE WASTING MONEY IF Y'ASK M--
THEY SAID... YOU'RE A FRAUD... THAT...
I...I KNEW it... knew you'd never...
Wait!!! I tell... LOREEN...
AW NO. NO, NOT YOU, TOO... NOT...
I... I never even knew your NAME...

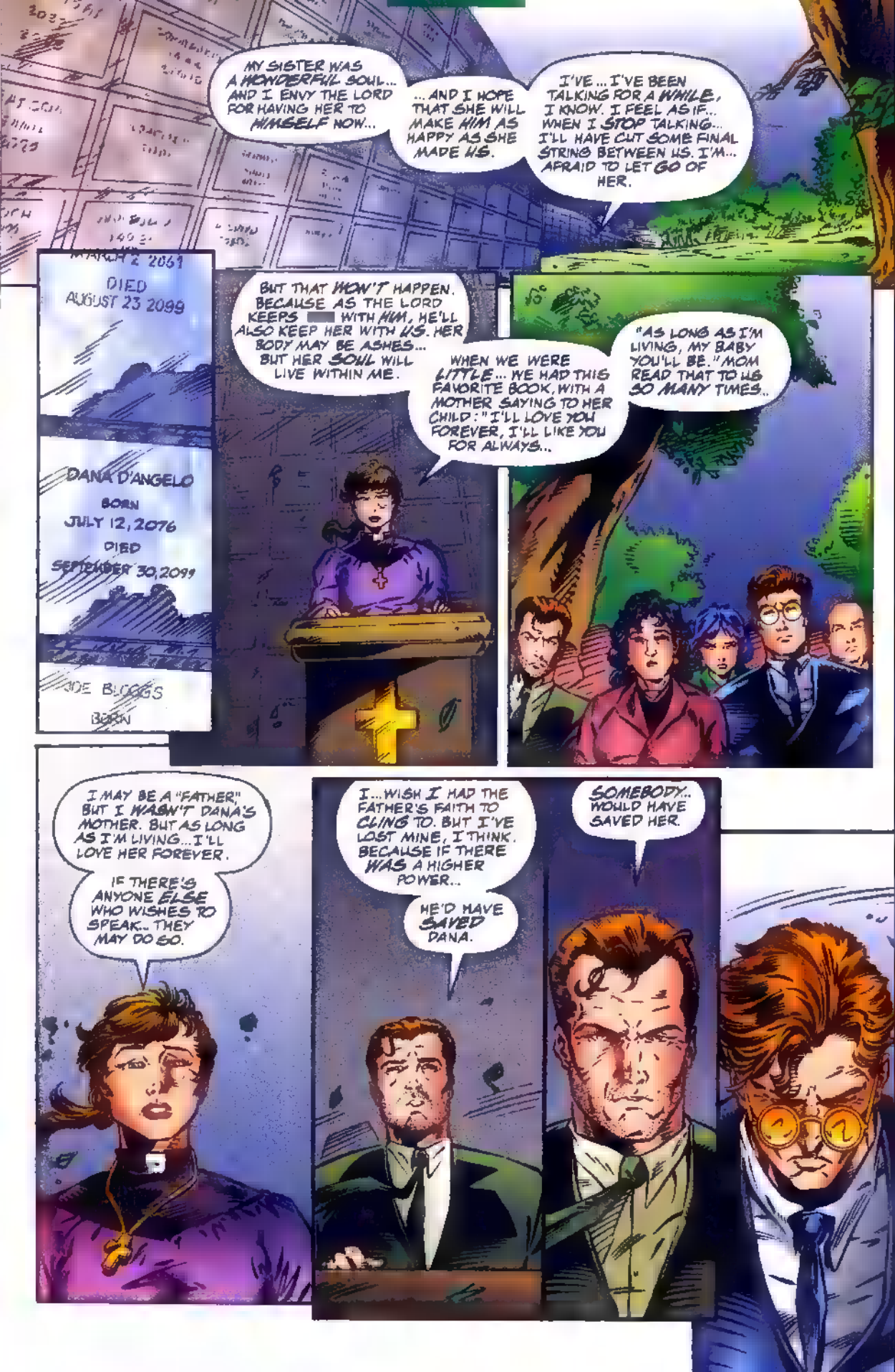
DOWNTOWN...
THEY'D TOLD ME YOU'D COME BACK. THIS IS... WHAT? YOUR 10TH VISIT? //TH?
I HADN'T BEEN COUNTING.
ARE YOU ALL RIGHT, JENNIFER? FACE ME.
LORD. WHAT HAPPENED? WHO DID THIS TO YOU?
A POOR, DESPERATE SOUL. IT DOESN'T MATTER. I'VE FORGIVEN HIM.
PERHAPS I WON'T.
I SAID IT DOESN'T MATTER. NOW RESPECT THAT.
WHY DO YOU KEEP COMING HERE, PROPHET?
DON'T YOU ENJOY OUR TIME TOGETHER? OUR LONG CHATS?
YES VERY MUCH.
FOR A MAN WITH AMNESIA, YOU'VE BECOME VERY WELL INFORMED.
AND I FIND THAT I...
I MISS YOU WHEN YOU'RE NOT AROUND. IN FACT, YOU'D BEEN GONE SO LONG, I THOUGHT PERHAPS YOU WOULDN'T BE BACK.
AND HOW DID YOU FEEL ABOUT THAT?

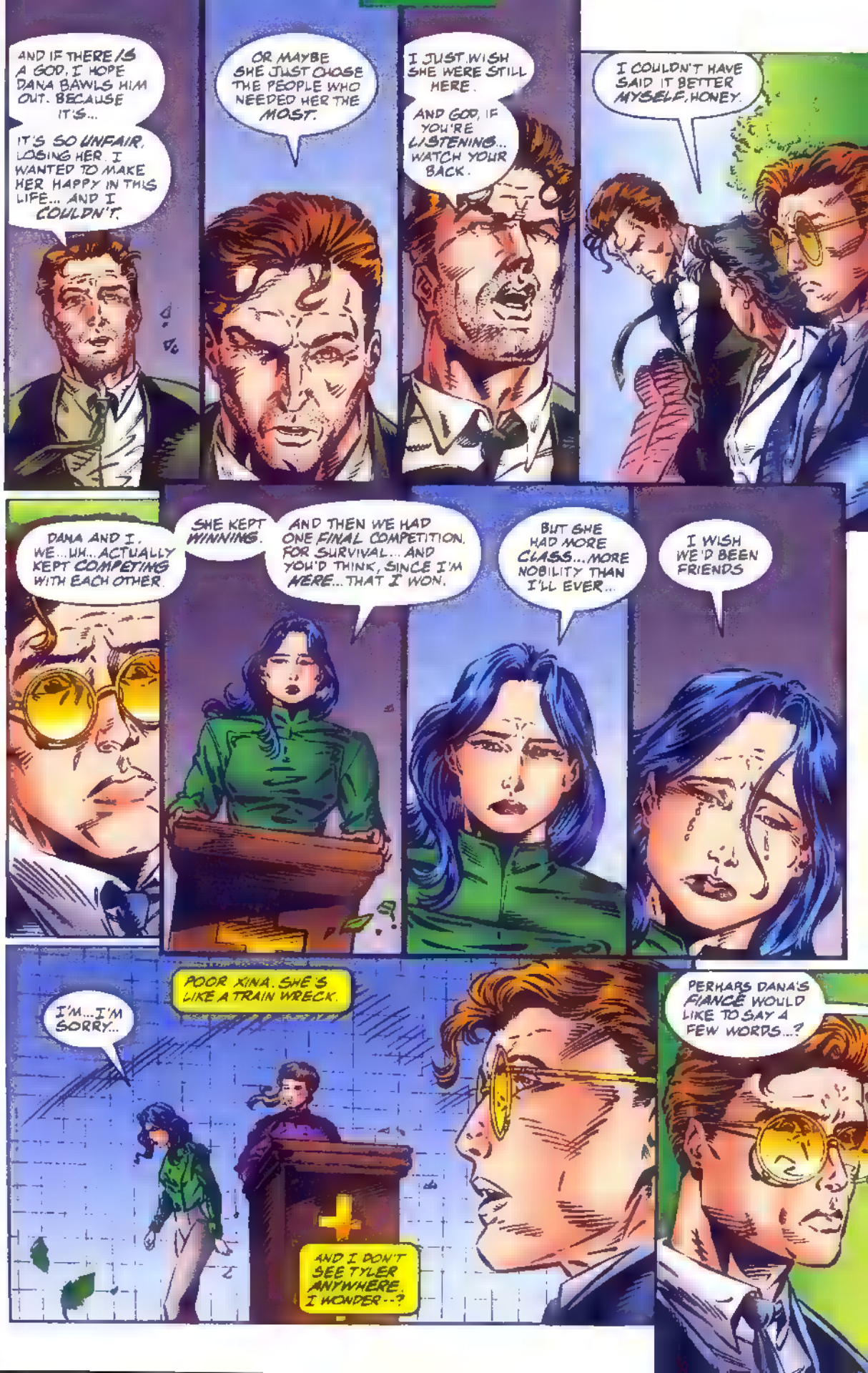

I PRAYED THAT WASN'T THE CASE.
I'M... ATTENDING MY SISTER'S FUNERAL TODAY... AND I'M ALL TORN UP INSIDE. THERE'S SO MUCH I WANTED TO SAY TO HER...
I GRIEVE FOR YOU. IT'S TRAGIC, WAITING TO DO SOMETHING UNTIL IT'S TOO LATE.
I DEAL WITH THE DREGS DOWN HERE... THE LOST SOULS... ALL I KNOW ■ MISERY. I FEEL LIKE, IF I DON'T DO SOMETHING LIFE-AFFIRMING...
MY SOUL WILL JUST... JUST SHRIVEL AND DIE.
I KNOW MATTERS HAVE CHANGED IN YOUR CHURCH... OBVIOUSLY, "FATHER." HOW MUCH... HAVE THEY CHANGED?
THAT MUCH.

GABRIEL O'HARA'S APARTMENT.
STUPID TIE.
STUPID TWENCEN RELIC.
STUPID... STUPID...
STUPID TIE!!!
SEVEN YEARS BAD LUCK, GABRI. AS IF WE DIDN'T HAVE ENOUGH PROBLEMS.
SHALL I BANDAGE THE HAND FIRST, OR FIX THE TIE?
YOU DECIDE, MA. EVERY DECISION I'VE MADE LATELY, I SCREWED UP.
:SIGH:
WELL, LET'S DO THE HAND FIRST. NO SENSE GETTING BLOOD ON A PERFECTLY GOOD TIE.

MIGUEL? TYLER STONE IS AT THE DOOR.
THAT'S NO SURPRISE. THE HOSPITAL SAID HE'D CHECKED HIMSELF OUT.
LET HIM IN. AND THANKS FOR THE TIE ASSIST.
HELLO, MIKE. YOU'RE LOOKING WELL.
HELLO, TYLER. YOU LOOK LIKE CRAP.
I WONDERED IF YOU NEEDED A LIFT TO DANA'S FUNERAL.
NO, THANKS.
YOU SEEN KRON?
YES. YES I HAVE.
I'VE ORDERED HIM KILLED.
W-WHAT?
HE'S AN ANIMAL, MIKE. NO ONE KNOWS IT BETTER THAN I. I'D THINK YOU'D APPLAUD MY DECISION.
WHY? YOU THINK IT SOMEHOW EASES DANA'S SOUL? HE...
HE'S YOUR SON, TYLER!

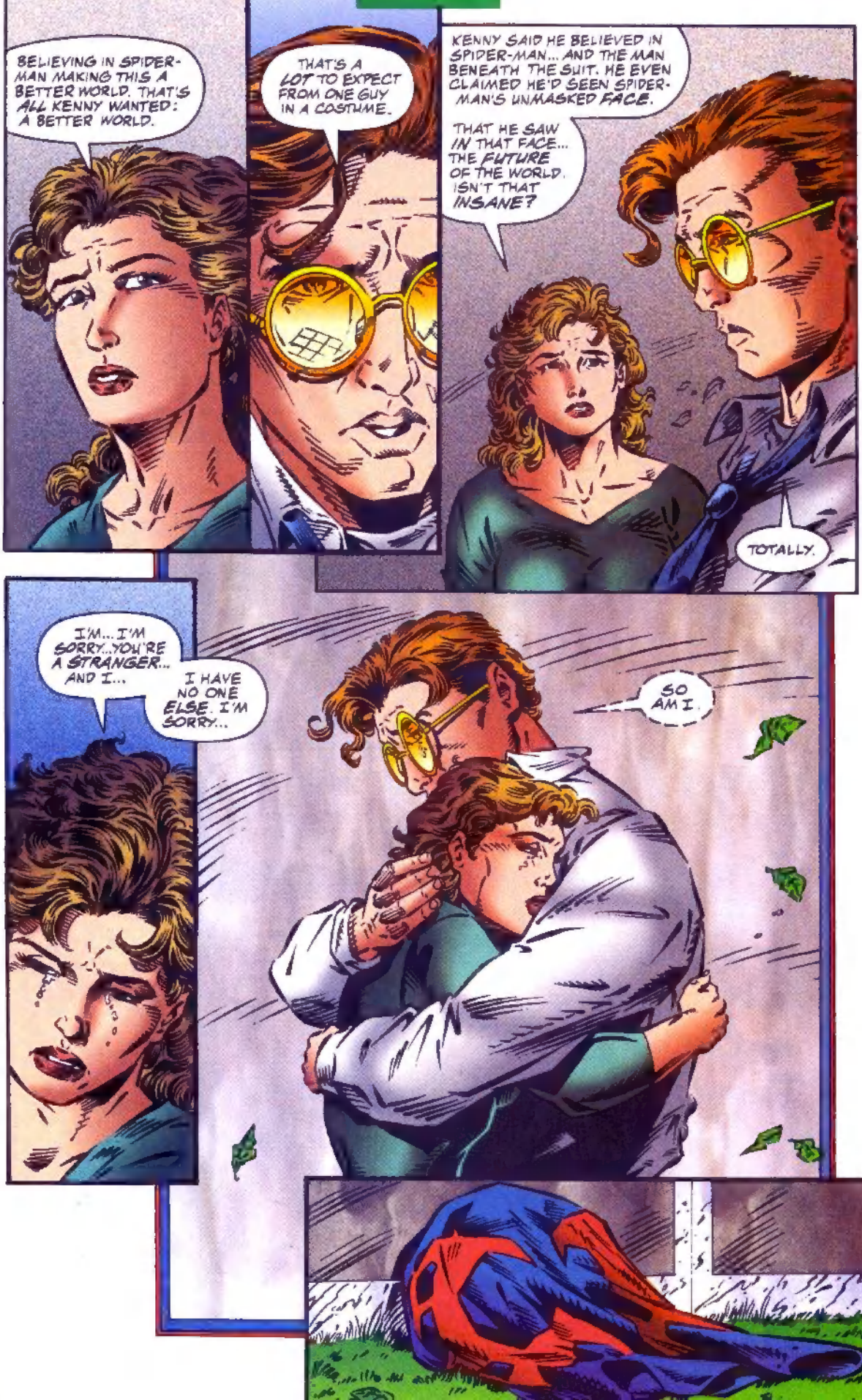
EXACTLY. WHO BETTER TO TAKE HIS LIFE THAN THE ONE WHO GAVE IT TO HIM?
THINK OF IT AS TAKING RESPONSIBILITY FOR ONE'S MISTAKES.
SPEAKING OF RESPONSIBILITY...
I'LL BE ASSUMING THE REINS OF ALCHEMAX ONCE MORE, EFFECTIVE TOMORROW. PLEASE REMOVE YOUR THINGS FROM MY OFFICE.
GLAD TO GIVE IT BACK. AFTER ALL...
I WOULDN'T WANT TO RISK TURNING INTO YOU.
MIKE...I KNOW YOU WON'T BELIEVE THIS, BUT I DID LOVE DANA.
THERE WAS A SWEETNESS AND JOY IN HER THAT TOUCHED ME.
I KNOW YOU'D LIKE TO THINK OF ME AS A ONE-NOTE BAD GUY, BUT THE SIMPLE TRUTH IS...SHE MADE ME HAPPY.
WHEN ONE HAS BEEN UNHAPPY AS LONG AS I, ONE DOESN'T TOSS THAT AWAY. ONE...
...UH... DOESN'T...
WHERE'S THE VIOLIN MUSIC COMING FROM?
I THOUGHT IT WAS APPROPRIATE. IF YOU'D LIKE, I ALSO KNOW "TURKEY IN THE STRAW."
I HATE THAT HOLOGRAM.


MY SISTER WAS A WONDERFUL SOUL... AND I ENVY THE LORD FOR HAVING HER TO HIMSELF NOW...
...AND I HOPE THAT SHE WILL MAKE HIM AS HAPPY AS SHE MADE US.
I'VE ...I'VE BEEN TALKING FOR A WHILE, I KNOW. I FEEL AS IF... WHEN I STOP TALKING... I'LL HAVE CUT SOME FINAL STRING BETWEEN US. I'M... AFRAID TO LET GO OF HER.
MARCH 2 2061
DIED
AUGUST 23 2099
DANA D'ANGELO
BORN
JULY 12, 2076
DIED
SEPTEMBER 30, 2099
DE BUGGS
BORN
BUT THAT WON'T HAPPEN. BECAUSE AS THE LORD KEEPS [redacted] WITH HIM, HE'LL ALSO KEEP HER WITH US. HER BODY MAY BE ASHES... BUT HER SOUL WILL LIVE WITHIN ME.
WHEN WE WERE LITTLE... WE HAD THIS FAVORITE BOOK, WITH A MOTHER SAYING TO HER CHILD: "I'LL LOVE YOU FOREVER, I'LL LIKE YOU FOR ALWAYS..
"AS LONG AS I'M LIVING, MY BABY YOU'LL BE." MOM READ THAT TO US SO MANY TIMES..
I MAY BE A "FATHER," BUT I WASN'T DANA'S MOTHER. BUT AS LONG AS I'M LIVING... I'LL LOVE HER FOREVER.
IF THERE'S ANYONE ELSE WHO WISHES TO SPEAK.. THEY MAY DO SO.
I...WISH I HAD THE FATHER'S FAITH TO CLING TO. BUT I'VE LOST MINE, I THINK. BECAUSE IF THERE WAS A HIGHER POWER..
HE'D HAVE SAVED DANA.
SOMEBODY.. WOULD HAVE SAVED HER.

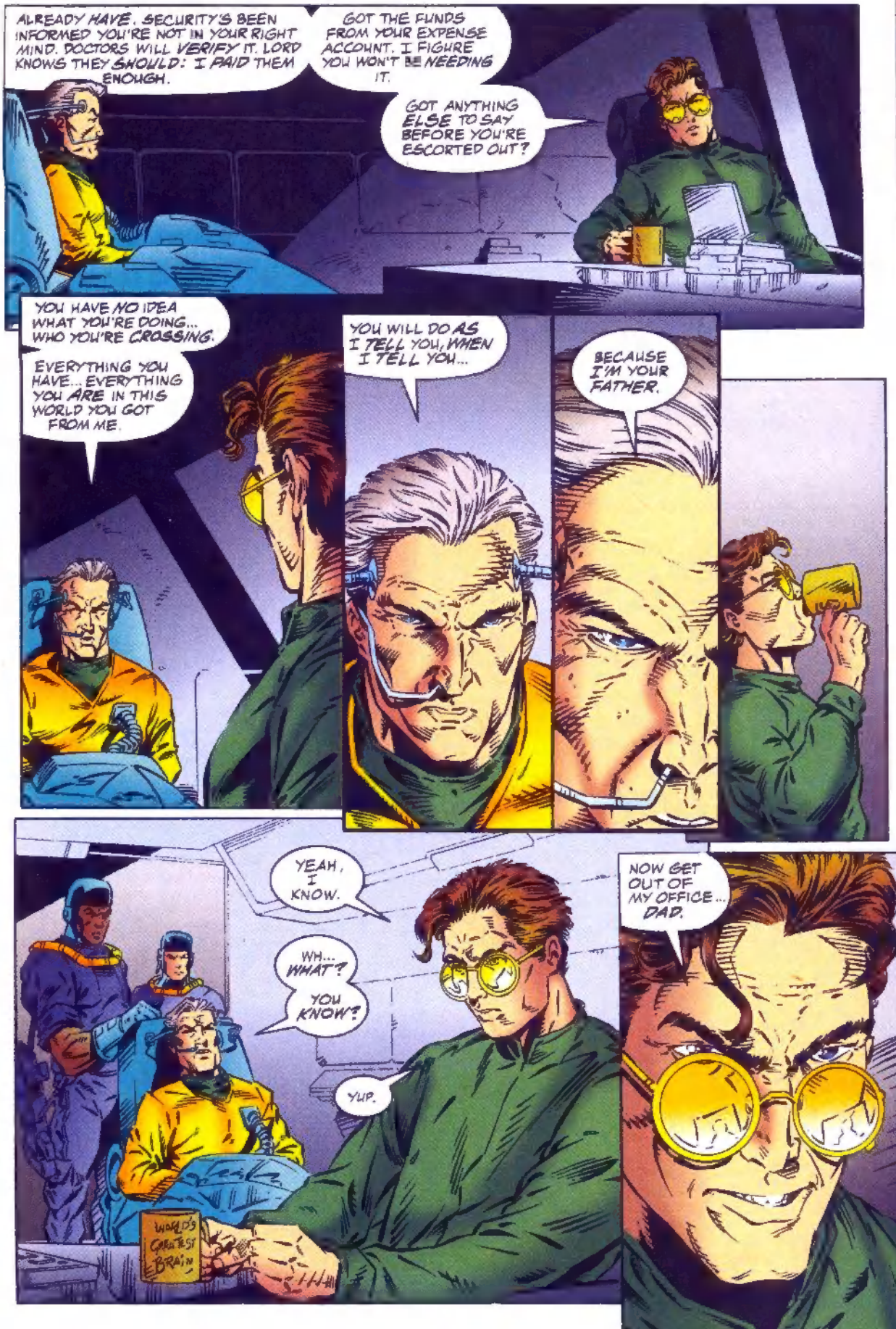

AND IF THERE IS A GOD, I HOPE DANA BAWLS HIM OUT. BECAUSE IT'S...
IT'S SO UNFAIR. LOSING HER. I WANTED TO MAKE HER HAPPY IN THIS LIFE... AND I COULDN'T.
OR MAYBE SHE JUST CHOSE THE PEOPLE WHO NEEDED HER THE MOST.
I JUST WISH SHE WERE STILL HERE.
AND GOD, IF YOU'RE LISTENING... WATCH YOUR BACK.
I COULDN'T HAVE SAID IT BETTER MYSELF, HONEY.
DANA AND I. WE...UH...ACTUALLY KEPT COMPETING WITH EACH OTHER.
SHE KEPT WINNING.
AND THEN WE HAD ONE FINAL COMPETITION. FOR SURVIVAL... AND YOU'D THINK, SINCE I'M HERE...THAT I WON.
BUT SHE HAD MORE CLASS...MORE NOBILITY THAN I'LL EVER...
I WISH WE'D BEEN FRIENDS
I'M...I'M SORRY...
POOR XINA. SHE'S LIKE A TRAIN WRECK.
AND I DON'T SEE TYLER ANYWHERE. I WONDER--?
PERHAPS DANA'S FIANCÉ WOULD LIKE TO SAY A FEW WORDS...?

I...
EXCUSE ME.

NUTS.
HMNH.
NOW WHY IS THAT WOMAN PUTTING A SPIDER-MAN MASK AT A GRAVESITE...?
WAAITT A MINUTE...
EXCUSE ME...
IS YOUR NAME... LOREEN?
Y...YES. DO I KNOW YOU? DID YOU KNOW KENNY?
WE WERE... ACQUAIN-TANCES.
NONE OF HIS FRIENDS CAME. WITH THE SPIDERITES BEING ENDORSED BY DOOM... AND SPIDER-MAN GOING CORPORATE...
THE MOVEMENT FELL APART. BUT KENNY... HE KEPT BELIEVING.
BELIEVING IN WHAT?


BELIEVING IN SPIDER-MAN MAKING THIS A BETTER WORLD. THAT'S ALL KENNY WANTED: A BETTER WORLD.
THAT'S A LOT TO EXPECT FROM ONE GUY IN A COSTUME.
KENNY SAID HE BELIEVED IN SPIDER-MAN... AND THE MAN BENEATH THE SUIT. HE EVEN CLAIMED HE'D SEEN SPIDER-MAN'S UNMASKED FACE.
THAT HE SAW IN THAT FACE... THE FUTURE OF THE WORLD. ISN'T THAT INSANE?
TOTALLY.
I'M... I'M SORRY... YOU'RE A STRANGER... AND I...
I HAVE NO ONE ELSE. I'M SORRY...
SO AM I.

MORNING, TYLER. MISSED YOU AT THE FUNERAL.
I...CHANGED MY MIND. I'M NOT MUCH FOR PUBLIC DISPLAYS OF GRIEF.
SO...THE WATCH CHANGES. THANK YOU FOR YOUR EFFORTS, MIKE. ARE YOUR THINGS CLEARED OUT?
WELL, THAT'S A BIT OF AN ISSUE, TY. THE SYSTEM'S IN DISARRAY RIGHT NOW. NO ONE IS SURE WHO'S IN CHARGE OF WHAT. SO UNTIL SOMEONE IS SURE... I'M HANGING AROUND.
MIKE, YOU DON'T UNDERSTAND, I'M BACK.
NO, YOU DON'T UNDERSTAND. YOU'RE GONE.
I'M GOING TO RUN ALCHEMAX WITH COMPASSION, DEDICATED TO HELPING HUMANITY. HELPING THE WORLD.
OH, I RESCINDED YOUR EXECUTION ORDER ON KRON, BY THE BY. HE'S SLIME, BUT MURDER'S NOT MY STYLE. AND MY STYLE IS THE STYLE OF THE DAY.
YOU'RE GETTING IN WAY OVER YOUR HEAD, MIKE! YOU THINK YOU'RE GOING TO USURP ME?


ALREADY HAVE. SECURITY'S BEEN INFORMED YOU'RE NOT IN YOUR RIGHT MIND. DOCTORS WILL VERIFY IT. LORD KNOWS THEY SHOULD: I PAID THEM ENOUGH.
GOT THE FUNDS FROM YOUR EXPENSE ACCOUNT. I FIGURE YOU WON'T BE NEEDING IT.
GOT ANYTHING ELSE TO SAY BEFORE YOU'RE ESCORTED OUT?
YOU HAVE NO IDEA WHAT YOU'RE DOING... WHO YOU'RE CROSSING.
EVERYTHING YOU HAVE... EVERYTHING YOU ARE IN THIS WORLD YOU GOT FROM ME.
YOU WILL DO AS I TELL YOU, WHEN I TELL YOU...
BECAUSE I'M YOUR FATHER.
YEAH, I KNOW.
WH... WHAT?
YOU KNOW?
YUP.
WORLD'S GREATEST BRAIN
NOW GET OUT OF MY OFFICE... DAD.